Edgar Filing: Tallgrass Energy Partners, LP - Form 4

Tallgrass Energy Partners, LP Form 4

December 10, 20	014									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						OMB Number:	3235-0287			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations Filed pursuant to Section 16(a) of the Securities Exchange Ad Section 17(a) of the Public Utility Holding Company Act of 192					Act of 1934,	Expires: Estimated a burden hour response				
may continue. <i>See</i> Instruction 1(b).	•	30(h) of the Inve	•	•	•					
(Print or Type Respo	onses)									
Watkins Gary D. Symbo							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Mide	dle) 3. Date of E	3. Date of Earliest Transaction (Check					an applicable)		
			Month/Day/Year) 2/10/2014				Director 10% Owner X Officer (give title Other (specify below) below) VP & Chief Accounting Officer			
	(Street) 4. If Amend Filed(Month/			-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
LEAWOOD, K	S 66211					F	Form filed by Mo Person	ore than One Rej	porting	
(City)	(State) (Zip	p) Table I	- Non-Der	ivative Se	curitie	es Acqui	red, Disposed of,	or Beneficiall	y Owned	
	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	cution Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Units representing limited partner interests	12/10/2014		P	1,000			26,000 <u>(1)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Watkins Gary D. 4200 W. 115TH STREET, SUITE 350 LEAWOOD, KS 66211			VP & Chief Accounting Officer				
Cignoturoo							

Signatures

George E. Rider, Attorney-in-Fact

**Signature of Reporting Person

12/10/2014

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Includes 25,000 unvested Equity Participation Units (the "EPUs"). One-third of the EPUs vest on the later to occur of the date that the Pony Express Crude Oil Pipeline is initially placed into commercial service by Tallgrass Pony Express Pipeline, LLC (the "In-Service").

 Pony Express Crude On Figure is initially placed into commercial service by Fangrass Fony Express Figure, EEC (the In-service Date") or May 13, 2015. The remaining two-thirds of the EPUs vest on the later to occur of the In-Service Date or May 13, 2017. The Pony Express Crude Oil Pipeline was placed into commercial service in October 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.